

03 - 08 - 01

Barshelfco (No. 71) Limited
(Company Number: 2958399)

WRITTEN RESOLUTION OF BARSHELFECO (No. 71) LIMITED
(the "Company")

The following written resolutions were passed as written resolutions of the Company on 29th June 2001 in accordance with the Articles of Association of the Company, which resolutions would otherwise have been required to be passed as Ordinary and Special Resolutions (as defined in the Companies Act 1985)

That,

- (a) the authorised share capital of the Company be and is hereby increased to £3,000,000 by the creation of an additional 2,999,900 shares of £1.00 each, each share to rank pari passu with the existing shares of the Company;
- (b) the Directors be and they are hereby generally and unconditionally authorised pursuant to and in accordance with Section 80 of the Companies Act 1985 (the "Act") to exercise any power of the Company to allot and grant rights to subscribe for and to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. The authority hereby given shall be for an indefinite period.
- (c) by such authority the Directors may during such period make offers or agreements which would or might require securities to be allotted after the expiry of such period;
- (d) words and expressions defined in or for the purposes of Part IV of the Act shall bear the same meanings herein;
- (e) the name of the company **FOR INFORMATION ONLY** Barclays Capital Asset Management Limited **THIS RESOLUTION PROCESSED SEPARATELY**

Dated this 29th June 2001

Deirne Kemp

Barclays Group Holdings Limited

